

JERROLD D. MILLER
JOHN S NEELY
SAMUEL MILLER (1913-1995)

MAILING ADDRESS:
P.O. BOX 33003
WASHINGTON, DC 20033

June 21, 2001

Federal Communications Commission
1270 Fairfield Road
Gettysburg, PA 17325-7245

Gentlemen:

Transmitted herewith is an original application on FCC Form 602 on behalf of Metcalf Partners, L.P., proposed transferee of PCS Wisconsin, LLC, under File Number 0000398367.

Please address any questions concerning this matter to the undersigned.

Sincerely,

Jerrold Miller

Enc

cc: David Prohovsky, Esq.



FCC 602
Main FormFCC Ownership Disclosure Information for the
Wireless Telecommunications ServicesApproved by OMB
3080 - 0799
See instructions for
public burden estimate

Applicant/Licensee Information

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity): Metcalf Partners, L.P.			3) Applicant TIN:

Related FCC Regulated Businesses of Applicant/Licensee

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
PCS Wisconsin, L.L.C.	PCS System		75%

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name: Charles	MI: D	Last Name: Metcalf	Suffix:
Title: Member of General Partner			
Signature: <i>Charles D. Metcalf</i>			Date: 6/26/01
- Failure To Sign This Application May Result in Dismissal Of The Application And Forfeiture Of Any Fees Paid			
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).			

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): Metcalf Company LLC		3) Disclosable interest Holder's TIN:	
4) Disclosable Interest Holder's Address: c/o Kittelsen Barry Ross Wellington & Thompson 916 17th Avenue - P.O. Box 710 Monroe, WI 53566			
5) Type of Interest in Applicant (<u> I </u>) (refer to Instructions for list)	6) Disclosable Interest Holder is an: (<u> M </u>) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: 60%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): G		9) Disclosable Interest Holder's Country of Citizenship: U. S.	
10) Relationship Description (ii the disclosable interest holder is an indirect owner. list path of ownership from indirect owner to the applicant): Holder is 80% general partner of Metcalf Partners LP, applicant to acquire 75% of PCS Wisconsin LLC.			

Related FCC Regulated Businesses of Disclosable Interest Holders (report for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual): Charles	MI: D	Last Name: Metcalf	Suffix:
2) Disclosable Interest Holder's Name (if entity):		3) Disclosable Interest Holders TIN :	
4) Disclosable Interest Holder's Address: c/o Kittelsen Barry Ross Wellington & Thompson 916 17th Avenue - P.O. Box 710 Monroe WI 53566			
5) Type of Interest in Applicant (T) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n); (T) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: 60%
6) Disclosable Interest Holders Type of Ownership (refer to instructions for list): 0		9) Disclosable Interest Holders Country of Citizenship : U.S.	
10) Relationship Description (ii the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Holder is sole member of Metcalf Company LLC, which is 80% general partner of Metcalf Partners LP, applicant to acquire 75% of PCS Wisconsin LLC.			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	IIb) Principal Business :	11c) TIN :	II d) Percent of Interest Held :
See item 10 above			

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):		MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): USCWI of Madison, Inc.			3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: 8410 West Bryn Mawr, Suite 700, Chicago, IL 60631				
5) Type of Interest in Applicant (I) (refer to instructions for list)	6) Disclosable Interest Holder is a(n): (L) (refer to instructions for list of codes)		7) Percent of Interest Held in Applicant: 15%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): L		9) Disclosable Interest holder's Country of Citizenship: U.S.		
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Holder is 19.9% limited partner in Metcalf Company LLC, applicant to acquire 75% of PCS Wisconsin LLC.				

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Holder is a wholly owned subsidiary of United States Cellular Corporation. See Form 602 filed October 20, 2000, by United States Cellular Corporation and Telephone and Data System:			